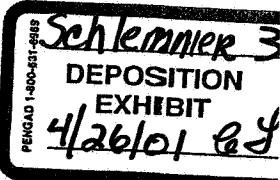


EXHIBIT N

July 9, 1992

ESIS Inc.
 Linda McCroddan, AIC
 10440 Little Patuxent Parkway
 Suite 400, P. O. Box 18
 Columbia, MD 21045-0018



RE: MISSISSIPPI HEARING LOSS LITIGATION
 YOUR FILE NO.: 1919-140-874185-4/LMC
 OUR FILE: P585-015539-01
INSURED: BLACK AND DECKER

Dear Linda:

In follow up to the establishment of a cost sharing agreement on the above captioned matter, I will be meeting with the insured at the end of this month to discuss further the unidentified periods of coverage the insured contends existed with Liberty Mutual. Pending the outcome of that meeting, it is my hope that we will be able to establish a firm period of coverage with Liberty Mutual for Black and Decker.

Once that meeting is completed, I will advise you accordingly. In addition, as you may already be aware, there have been several significant developments with respect to the litigation. Although ESIS is acting as the lead carrier in this matter, I have offered to Black and Decker to meet with you to discuss these recent developments. As you know, Liberty is acting as the lead carrier for defendant American Pneumatic in this case and on that aspect I have been attending the meetings in New Orleans with the defense counsel and carrier committees. It is my recommendation that we coordinate such a meeting to discuss both the status of the litigation at the present time, the various liability allocations that have been brought to the forefront at the most recent round of meetings, and to further discuss with all of the carriers involved on behalf of Black and Decker the finalization of a cost sharing agreement.

Your assistance in this matter is appreciated. In the interim should you have any questions or comments in this regard please do not hesitate to contact me.

Very truly yours,

ALAN D. SCHLEMMER
 Claims Examiner

ADS/ce3

cc: Mr. Richard P. Kidwell
 Miles & Stockbridge